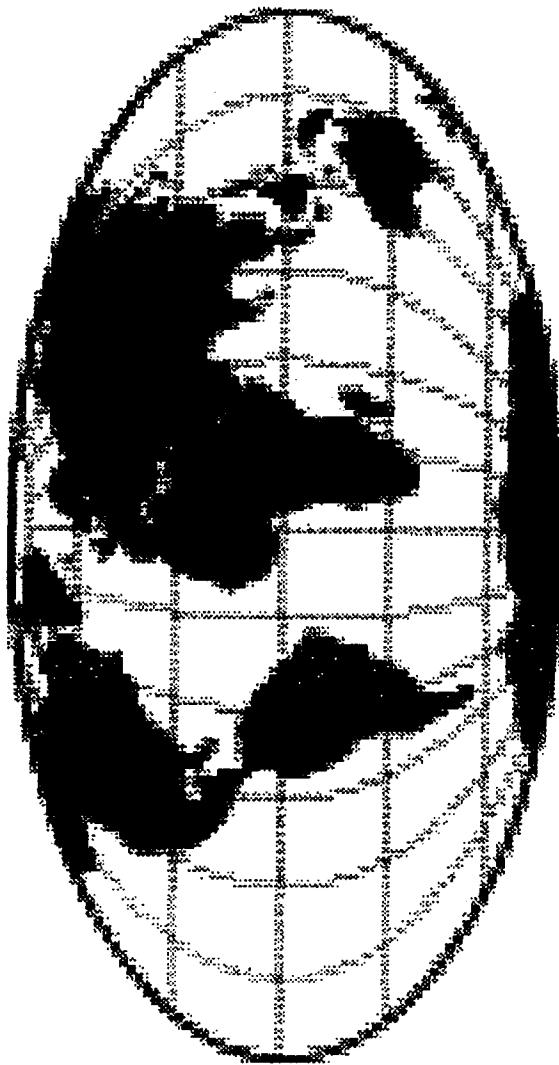


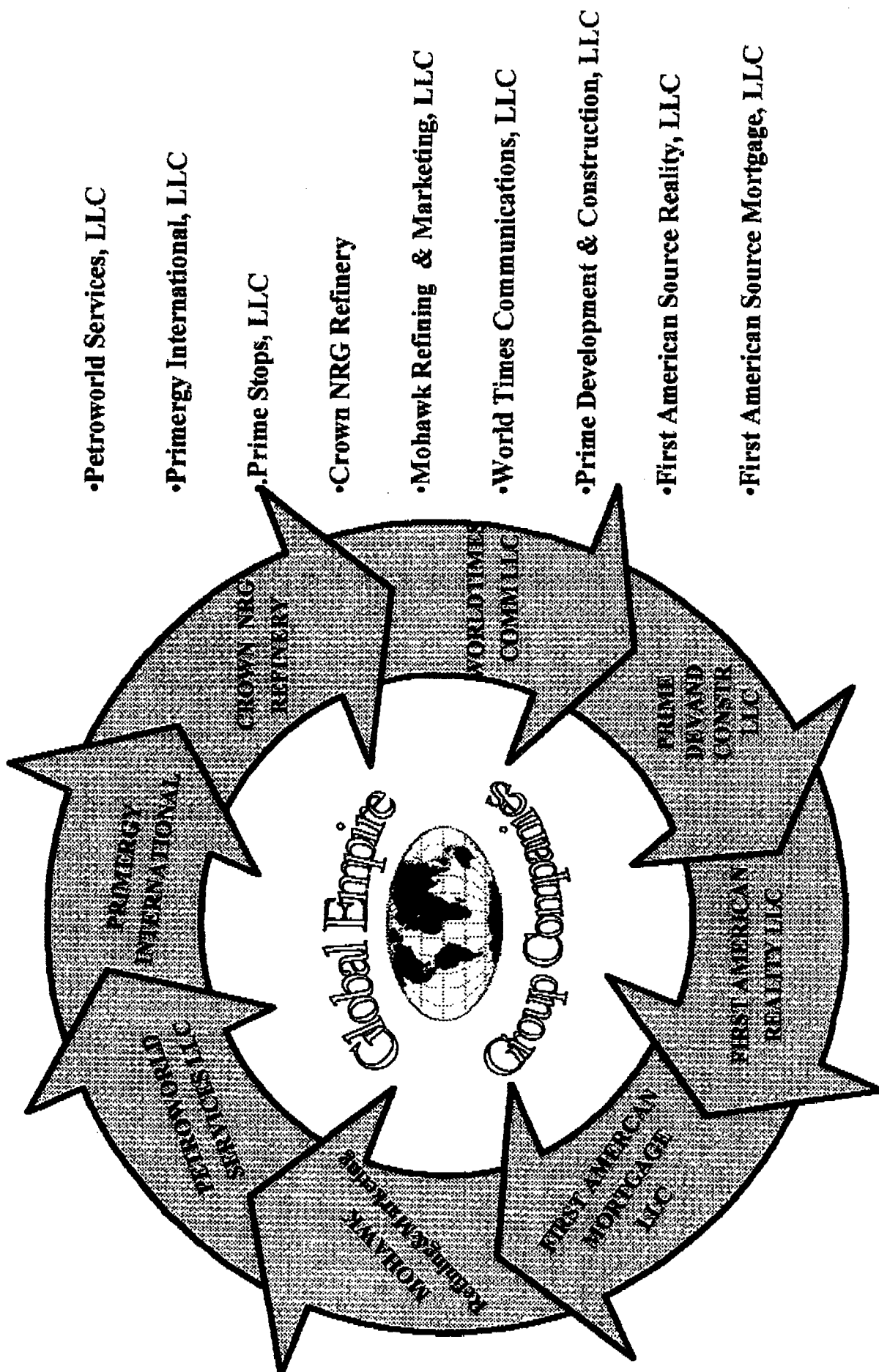
EXHIBIT “A”

Global Empire



Investments & Holdings, LLC

5821 Southwest Freeway, Suite 500, Houston Texas 77057
Phone: (713) 669-9900 / Facsimile: (281) 657-1157



OUR SPECIALITY OF INVESTMENTS

- **Residential and commercial land development and construction.**
- **Oil and gas exploration, refining and transportation.**
- **Marketing refined products on wholesale and retail basis.**
- **Electric power regeneration.**
- **Maintenance of oil services for refinery equipment.**
- **Import and export of commodities.**
- **Hospitality division of recreation and lodging.**
- **Healthcare and pharmaceuticals.**
- **Venture capital and debt restructuring.**
- **Automotive industries.**

ADVANTAGE:

Selecting Global Empire as your investment partner makes sound business sense. Broad experience and in-depth industry knowledge. Access to a on-shore and off-shore family funds. We also bring knowledgeable and experienced people with profitable results.

WHAT ELSE SHOULD I KNOW?

Global Empire is an asset based investment and holding corporation. Global Empire is a self financed, privately owned institution. Through its principals, officers and advisers the composite disciplines of financial advisers, former bankers, security brokers, financial lawyers, accountants, CPA's and very highly respected and experienced auditors, tax planners, portfolio managers are molded into a strong effective financial expertise; totaling over 150 years.

INVESTMENT CRITERIA:

- Investment is considered for:
- Development of new projects, as well as expansion or rehabilitation of existing projects.
- Projects must exhibit economic merit.
- A reasonable financial contribution is expected from project owners.
- Global Empire may require security, the nature of which will relate to the project's specific circumstances.
- Projects should have significant development merit (e.g.; volume addition, export earnings, expansion of the industrial base, addressing the regional imbalances, etc).
- Each project will be considered on its own particular merit.
- Projects must meet national and international standards, not limited to environments.

PROJECT MERIT:

Strategic planning and conceptualization. Planning coordination. Feasibility studies. Development management. Architectural and environmental planning and design. Build to suit and lease-back. Tenant coordination and construction management. Marketing and public relations. Property management. Property operation. Project consulting.

FINANCE AND TRADE SERVICES

Commodities trading with public and private companies. Stocks, bonds and treasuries. Letters of credits, commercial and financial. Currency trading and swaps. Bankers acceptances, US Treasuries, bonds, strips and receipts. Mutual funds.

MERGERS AND ACQUISITIONS

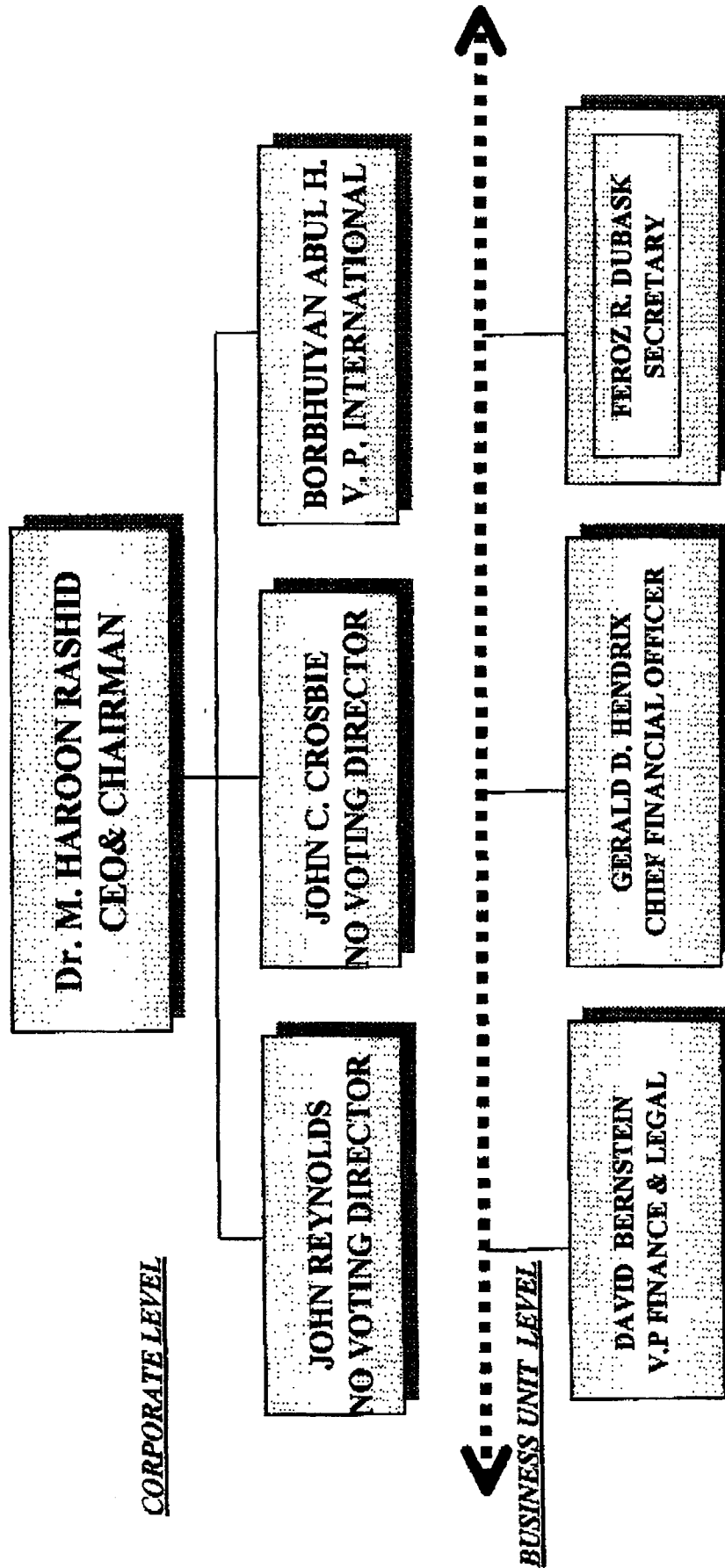
All energy sectors: oil, gas, refiners, explorers, electric producers and suppliers. Manufacturing companies. Service industries. Real-estate companies: residential and commercial sectors. Participating in leveraged buyouts and acquisitions. Turn around. Debtor-in-possession investments.

FINANCING:

LOANS: Provided for 5 to 10 years. Owner's contribution required. Funding tailored to suit cash flow requirements.

QUASI – EQUITY: Small private owned ventures. Ventures with substantial development impact and profit potential.

THE ORGANISATION STRUCTURE



CORPORATE HEAD QUARTER:

5821 Southwest Freeway, Suite 500

Houston, Texas 77057

Tel: 713 669 9900 Fax: 281 657 1157

Email: geinvest91@yahoo.com

LEGAL & ACCOUNTING PRESENTATION BY:

-PATTERSON PALMER LAW

-Newfoundland, Canada

--CHOQUETTE BEAUPRE RHEAUME

-Montreal, Canada

--GREEN, GLAZER, NADLER, DANINO

-Montreal, Canada

--BERGER, EMRICH(CHARTERED ACCOUNTANTS)

--Montreal, Canada

-OUR BANKERS:

--Chase Bank, Houston, Texas 77010 USA

--Bank of America, Houston, Texas 77092 USA

--Washington Mutual Bank. Houston, Texas 77098



EXHIBIT “B”

PROFESSIONAL EXPERIENCE

2002 - Present

COO/CFO

Global Empire Investments & Holdings, LLC.

Global Empire is a Houston, Texas based holding company for a number of subsidiary companies within the energy, real estate, construction & development, mortgage & financial services and telecommunications sectors. Mr. Hendrix's responsibilities include overseeing over 75 staff members of Global; payroll; mergers and acquisitions; managing due diligence teams; reviewing accounts and financials for proposed acquisitions; contract negotiations; interviewing and placement of executive staff; raising capital and financial/lending oversight.

Global Subsidiary Companies

2004 - Present

President

1st American Source Mortgage, LLC

1st American Source Mortgage originates residential and commercial loans for affordable housing, multi-family housing, commercial office, retail and industrial real estate. Mr. Hendrix holds a mortgage license from the State of Texas and has been in the Real Estate Mortgage industry for the last 20 years. 1st American Source Mortgage is currently working with Secure Mortgage of Texas for its loan origination services until its mortgage broker license is finalized. Mr. Hendrix's responsibilities include oversight of the company's day-to-day operations in addition to its staffing needs. At present, the company has \$60 million under contract. Additionally, 1st American Mortgage works to coordinate loan origination and deal flow through 1st American Source Realty and Prime Development, both subsidiaries of Global Empire Investments & Holdings, LLC.

2004 - Present

President

1st American Source Realty, LLC

1st American Source Realty is acquiring Fine Homes and Estates Realty, a licensed real estate brokerage firm with 8

real estate agents serving commercial and residential real estate needs in the Houston, TX area. Mr. Hendrix's responsibilities include oversight of company's operations and coordinating efforts and business development between 1st American Mortgage, and Prime Development, both subsidiaries of Global Empire & Investments. The company currently has approximately \$75 million properties under contract with expectations to expand operations into the states of Florida, New York and California in 2005.

Ms. Sue Houck, a 20+ year veteran in the real estate industry, is the Executive Vice President and Office Manager of Fine Homes will continue in this capacity for 1st American Source Realty. She is assisting in the smooth transition for the companies and clients.

Prior Corporate Experience

1982 - 2004

Owner/CFO

Hendrix Financial Services, LLC

Mr. Hendrix started this company in 1982, which was formerly known as Hendrix Tax Services. This Corporation services included managed accounting for small to medium enterprises as well as providing taxation advice and preparation for individuals. The company also has a commercial and residential mortgage lending division, specializing in originating jumbo loans, servicing a portfolio of approximately \$12 million per year.

With over 20 staff members and servicing over 1,500 clients in the last 20-years, Mr. Hendrix has earned a solid reputation throughout the Houston area.

Hendrix Financial Services began servicing its loans through Island Mortgage of New York followed by Home Loans of Texas. Hendrix Financial Services tax and accounting is being phased out the company with the mortgage origination arm of Hendrix Financial Services presently being folded into 1st American Mortgage, LLC.

1978-1982

Project Coordinator

Accounting Aid Society

Mr. Hendrix managed and coordinated 26 recruitment sites for a unique low income tax program initiated through New Detroit, Inc. The program offered free taxation services to low-income individuals throughout the Detroit, Michigan area. New Detroit, Inc. was a special program that was established and supported by the Federal Government, the State of Michigan, and the City of Detroit. Mr. Hendrix's additional responsibilities included preparation of the television and radio promotional advertising of the program and oversight and coordination of approximately 500 volunteers during his time as Project Coordinator.

Affiliations:

- Houston Association of Mortgage Bankers
- Red Cross
- Association of Mortgage Brokers
- National Association of Black Accountants
- Houston Chamber of Commerce

CURRICULUM VITAE DAVID M. BERNSTEIN, Q.C.

Born: December 1st, 1939

Educated: Worcester Academy, Worcester, Mass. 1956-1958

St. Lawrence University, Canton, N.Y. 1958-1960

Sir George Williams University (Now Concordia University) 1962. Bachelor of Arts (Economics).

Université de Montréal, LL.L. (Law Faculty) 1966.

Called to the Bar of Quebec, June 1967 (Retired 2003)

Addresses: **Office:** 25 Raspberry Crescent
Beaconsfield (Montreal) Quebec
Canada H9W 6C9

Telephones: **Office:** (514) 697-7714

Cell: (514) 831-2918

Fax: **Office:** (514) 270-8876

E-Mail: emiq@sympatico.ca

Business: **EMIQ INC.** Financial Consultant to major commercial corporations and special responsibilities in regards to obtaining financing from world-wide sources

1997 President and sole shareholder
PME STRATEGIK PLANNING INC.

PME Strategik Planning Inc. is the sole representative, in Canada, of American Commercial Finance Corporation, of West Hartford, Connecticut a short term asset based lender financing Canadian Businesses between \$750,000 to \$7,500,000 against their Accounts receivable, inventory and equipment. Mr. Bernstein is an expert on this type of commercial lending; and is a specialist in the preparation of business plans, development and implementation; negotiations with financial institutions to obtain

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financing; financial restructuring; security documentation both in the United States and Canada.

1999 to 2001: Chief Financial Consultant to Ms Juanita Cree (Aboriginal Business Woman), President and Chief Executive Officer and owner of **MOHAWK RAINBEAU ADMINISTRATORS INC.** (Telecommunication Company and Call Centres)

1995-1997 Vice-president, finance and legal affairs
The Préférence Group of Companies

Retired Lawyer (Former senior Partner of Choquette, Bernstein, Rhéaume, now, Choquette Beaupré, Rhéaume with offices in Montreal, Quebec, Canada, London, England and Dubai, UAE), specializing in corporation, commercial and Bankruptcy Law with special attention to security documentation; also in obtaining financing for small and medium size Canadian enterprises.

Past member of the Canadian Bar Association.

Past member of the Commercial Law League of America.

1985-1987, President and Chief Executive Officer of Corporate Travel Consultants CTC INC., a corporation having fifty-one (51) sub-agents across Canada and having approximately 125 million dollars (\$125,000,000.00) volume of sales per year in the travel industry.

President of Corporate Travel Management (CTM) Inc.

Past member (Chairman) of the Human Rights Committee of the Bar of Quebec

Languages: Fluent in English and French.

Politics: Federal Progressive Conservative Candidate in Montreal St-Denis, 1974, 1979 and 1980.

International and
Travel:

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In 1985, Mr. Bernstein made an unsolicited proposal to the Government of Canada to privatize the Government CTS travel, and subsequently, merged 51 travel agencies across Canada into a single organization and made a bid for the said travel contract. The said bid came in second to the winner.

From 1989 to 1990, Mr. Bernstein, as president of CTM, represented Egypt Air, in the negotiations of a Commercial Air Agreement with Air Canada and was involved with the negotiations with the Government of Canada, representing the Government of Egypt to obtain third, forth and fifth freedom landing rights to Toronto and Montreal.

Mr. Bernstein was consulted by Egypt Air and the Egyptian Tourist Industry (MISR Travel, located in New York) on marketing strategy.

CTM and Mr. Bernstein presented to the Government of Canada a policy paper, recommending that Canada permit a second Canadian air carrier, the right to the Asian market and, more particularly, Japan from a Canadian gateway, which was subsequently adopted in 1993.

Attended the IATA General Meeting in Warsaw, Poland in 1989.

Mr. Bernstein has extensive knowledge of the travel industry, and has traveled throughout Canada, U.S.A., Asian, Africa and Europe.

He has acted for many foreign companies as a general director, possessing the required knowledge of marketing and financing and administration in the North American market.

Guest Speaker at the Canadian Embassy in Rome, Italy to a group of prospective Italian investors on obtaining financing in Quebec and Canada.

Publications:

"Economic Development through Financial institutions in Canada." Discussion of our banking and financial institutions vis-à-vis financing of small and medium sized businesses in Canada. Given at Progressive Conservative Policy Convention, Niagara Falls, 1970.

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Mr. Bernstein was instrumental in winning a leading case on retention of cheques by banks duly reported in the Canadian Bar Review, plus three or four other reported cases in bankruptcy matters.

Mr. Bernstein has published for and spoken to the Canadian Institute on the November 30th, 1992 Bankruptcy amendments.

Mr. Bernstein has pleaded leading reported cases in British Columbia and Ontario, as well as Quebec.

Other:

First President of the Human Rights Committee of the Bar of the Province of Quebec and was instrumental in obtaining approval of the Government of Canada in the Bar's pending application to be a member of the Non-Government Organization (NGO) of the Human Rights Commission of the United Nations.

Past President of the Brotherhood Temple Emanu-El. This organization works towards understanding and cooperation between Christians and Jews.

Past Vice-President of the Alliance Israelite Universelle, a world wide educational organization based in Paris, France.

Acted as liaison between President René Cassin (Nobel Peace Prize Winner -1968) and the Minister of Justice of Quebec 1973-75 to obtain the Province of Quebec's approval for ratification by Canada of the United Nations Human Rights Treaties 1966. From 1976 created the René Cassin Foundation and is its President.

Lecturer Concordia University 1976, 1977 and 1978 - Women's Rights and Public Law.

Guest Speaker at a Creditor's Management Meeting on the topic "Some creditors collect from their debtors".

**Government of Canada
Appointment:**

Appointed as legal expert on the Advisory Canada Committee to the Minister of Consumer and

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Corporate Affairs Canada to revise and amend the Canadian Bankruptcy Act.

Appointed Queen's Counsel on January 1st, 1986 by the Governor General of Canada in Council.

Mr. Bernstein was instrumental in convincing the Honourable Michel Côté the then Minister of Consumer and Corporate Affairs, Canada in 1985 to create the said Committee to amend the Canadian Bankruptcy Act and not to legislate a new Act, in order to protect the small and medium sized businesses from the arbitrary acts of the secured creditor and the Tax Departments (a sort of Chapter 11 in Canada)

Subsequent to the amended Bankruptcy Act, Mr. Bernstein pleaded supplier's rights before the British Columbia Court of Appeal on the origin of the said rights in the Quebec Civil Code. (30 day goods).

EXHIBIT “C”

Executive Profile

Destiny is no matter of chance. It is a matter of choice. It is not a thing to be waited for; it is a thing to be achieved.

William Jennings Bryan (1860 - 1925)

Dr. M. Haroon Rashid received his M.D. at the University of Bucharest, Romania in 1985. From 1985-1990, Dr. Rashid received his fellowship and dermatology Residency at the American Academy of Dermatology & Cosmetic Surgery (Burks Farber Clinics & Tulane University, Louisiana).

Dr. Rashid has, since 1990, been proactive in the business and entrepreneurial world. During this time he has participated in several advanced courses and seminars in Finance, Money Management, Private Investments, Mergers & Acquisitions at Berkley and New York Universities.

Dr. Rashid maintains an affiliation with the Republican Senatorial Inner Circle President's Club. Dr. Rashid has, throughout his personal and professional endeavors, remained committed to various charitable and non-profit organizations that specialize in relieving worldwide poverty and hunger.

During Dr. Rashid's professional business career he has set about to redefine standards of achievement within the business community. These goals toward achievement have been accomplished through his motivation, passion and decisiveness, and a clear understanding of the market. Dr. Rashid has, as a result of this focus, adopted a Standard of Excellence in business that sets him apart from his peers in the marketplace. This Standard of Excellence has proven to be personally, professionally, and financially successful in Dr. Rashid's endeavors.

The cornerstones for his success are Dr. Rashid's strength of character, expertise & knowledge of the market, strategic partnerships, and the relationships that Dr. Rashid has cultivated with professional, political, and industry leaders.

C U R R I C U L U M V I T A E

Dr. M. Haroon Rashid
5821 Southwest Freeway, Suite 500
Houston, Texas 77057
(713) 669-9900

Professional Experience

- 2000- Present** **CEO & President,**
Global Empire Investment & Holdings LLC
This corporation has several holding and finance interests in several corporation including the real estate, development and energy sectors.
- 2002 - Present** **CEO & President**
Primergy International, LLC
This corporation has several subsidiary corporations that include refining, marketing, trading in oil, gas and electrical energy sectors.
- 2002- Present** **CEO & President**
Petroworld Services LLC
This corporation services the oil and gas industries, offering complete turnkey projects from refurbishing to comprehensive installations.
- 2002- Present** **CEO & CFO**
Prime Stops
The corporation owns and provides management for its gas stations and truck stops.
- 2003 - Present** **Owner & CFO**
Transworld Power Partners LLC
Current undertakings of this corporation include the acquisition of electrical generating plants and establishing a utility company. Its primary function will be in producing electrical energy for sale to both wholesale and retail markets. The key management team is well known in the electrical energy market.

2003 - Present	<p>Owner & CFO <i>Worldwide Resources USA, LLC</i> <i>Worldwide Resources Honduran, Inc.</i> <i>Worldwide Resources Asia</i></p> <p>These corporations are trading companies operating in various countries that focus on timber, sugar, skim milk powder, and various other commodities.</p>
2002- Present	<p>CEO & CFO <i>Prime Development & Construction LLC</i></p> <p>This corporation concentrates on commercial and residential real estate by offering turnkey projects.</p>
2004 - Present	<p>Owner & Financier <i>Myriad Casino and Entertainment Complex</i> Tunica, Mississippi</p> <p>Majority shareholder in this development. The project is at the early stage of development and will be a one of a kind worldwide, destination entertainment center with the first covered golf course in the world and a state-of-the-art race car track as 2 main attractions.</p>
2002- Present	<p>CEO & CFO <i>Galleria Corridor, LLC</i> Houston, Texas</p> <p>This corporation provides commercial real estate management services.</p>
2003 - Present	<p>Director <i>The Corridor I & II</i> Houston, Texas</p> <p>These 2 extensive business complexes offer excellent professional services & management to the Houston Business market.</p>
1998-2003	<p>Chairman & CFO <i>Worldtimes Communications, LLC</i> Newport Beach, California</p>
2003- Present	<p>Houston, Texas</p>

This telecommunication corporation has created promotional materials for, and focused on, the prepaid telecommunication industry, Internet provider, Wireless Communication, WI FI, VOIP, Etc. Worldtimes Communication are pioneers in the long distance prepaid telecommunication industry and have established a very well organized distribution network in ethnic communities in and around Los Angeles. They have developed privately owned public telephones installed in Los Angeles and Orange counties.

2000-2002

Director
Mid City Construction
Houston, Texas

Participated in arranging financing in excess of \$14 M for real estate development projects in US and the West African country of Gabon.

As the director, I utilized my expertise in the construction industry from inception to completion of major real estate projects. Supervised and coordinated marketing efforts, initiated a builder incentive program and promoted zero down financing packages for home valued \$125k - \$225K +.

1997-1998

President & CFO
Health Kinetics, Inc.
Newport Beach, California

This corporation marketed natural herbal medicinal products.

1993- 1997

CEO & President
Glassenburg International, SA
New York, NY

Key area of responsibility was in acquisition of several businesses in Europe, Central and South America. Participated in several mega-development projects in Eastern Europe and Russia. Responsible for finance acquisition in a railway project in Eastern Europe with a well-known Italian construction

company. Involved in gas and oil pipelines PR project in central Asia. Overseeing NY- based operations, acquired a vast base of financial market relationships. Participated in numerous investments through private investment bank corporations and several banking institutions.

1990 - 1992

Director, VP International
Tejas Energy Corporation
San Antonio, Texas

Areas of Responsibility: Buying oil from international oil brokers and oil producing companies. This was primarily a refining and marketing company and I acquired excellent experience in handling the oil refineries and sourcing crude oil. My financial responsibility threshold was in excess of \$100 M for buying and selling of crude oil and refined products.

1987 - 1990

President & CFO
Waskerly Overseas Inc.
Wilmington, Delaware

Key Management officer in this sporting goods company, responsible for developing and implementing an independent sales representative team whose sales area covered 48 states, South and Central America. Responsible for marketing several products on TV homes sales channel. Responsible for product servicing to national chain retail outlets such as Wal-Mart, Kmart, the National Sporting Goods Association (Fort Worth, Texas) and the Athletic Dealers of America (Florida).

**The Honourable John C. Crosbie, P.C.,
O.C., Q.C**

**Business
Public-Private Partnerships**

TEL: 709-570-5501
FAX: 709-722-0483
jcrosbie@pattersonpalmer.ca

John is counsel to the St. John's office of Patterson Palmer. He is involved with the commercial group and provides strategic advice with respect to Government and trade matters in particular.



Qualifications

- LL.B. (Dalhousie University, 1956)
- B.A. Honours (Queen's University, 1953)
- Bar Admission: Newfoundland and Labrador, 1957; Ontario 1965

Professional Experience

In 2004 Mr. Crosbie was elected as Chairman of the Board to Global Empire Investments & Holdings, LLC, a US based corporation with holdings in a number of subsidiary companies within the energy, real estate investment, construction & development and telecommunications sectors.

A Director of the International Mediation Centre of the Greater Dallas Chamber of Commerce set up for mediation of disputes between residents of the United States, Canada and Mexico under the NAFTA Agreement.

Counsel to a number of commercial companies and government clients with reference to commercial, constitutional and trade issues. Extensive experience as a Minister in financial, international trade, justice, transport and fisheries issues as well as issues involving economic development in Atlantic Canada.

Professional Activities and Affiliations

- A Director of the Atlantic Institute of Market Studies and Insurance Corporation of Newfoundland, Bell Canada International and a number of other Canadian and Newfoundland commercial companies
- Chancellor of Memorial University of Newfoundland
- Honorary Consul for Mexico in Newfoundland and Labrador
- Appointed an Officer of the Order of Canada 1998
- Formerly a Minister in various portfolios in the Government of Newfoundland and Labrador 1966-1976 and in the Government of Canada as Minister of Finance 1979-1980 and 1984-1993 including Minister of Justice and Attorney General of Canada from September 17, 1984 to June 30, 1986 and Minister of International Trade from March 31, 1988 to April 21, 1991

Opposition officielle



Official Opposition

John Reynolds

House Leader, Sport / Leader de l'opposition à la Chambre des communes, Sports

West Vancouver-Sunshine Coast-Sea to Sky Country (British Columbia / Colombie-Britannique)

Ottawa Office / Bureau d'Ottawa :

Phone / Tél. : 613.947.4617

Fax / Téléc. : 613.947.4620

Constituency Office / Bureau de comté :

Phone / Tél. : 604.666.1229

Fax / Téléc. : 604.666.1226

Email Address / Adresse de courriel: Reynolds.J@parl.gc.ca

Web Site / Site web: www.johnreynolds.ca



Detailed Biography of John Reynolds

Mr. Reynolds was born January 19, 1942, in Toronto, Ontario, moved to Montreal, Quebec 1947 where he lived until 1958.

His career includes substantial experience in venture capital development, consumer products marketing, resource sector development and elected political office, both federal and provincial.

Mr. Reynolds began his career in the sales and marketing field. He was western sales manager for Rust Craft Greeting Cards. Mr. Reynolds joined Ethicon Sutures Ltd. (a subsidiary of Johnson & Johnson) and at that time was the youngest manager ever appointed by that company.

Mr. Reynolds political career began in 1972, when he was elected to the House of Commons as a Progressive Conservative Member of Parliament for the British Columbia riding of Burnaby-Richmond-Delta. Mr. Reynolds was re-elected in the 1974 general election. During his time as an MP (1972-1977), he served on numerous standing committees, including health and welfare, sport and fitness, transportation, and justice and legal affairs. He also chaired the Progressive Conservative Caucus Committee responsible for the Department of Supply and Services.

Following his tenure as an elected official, Mr. Reynolds pursued work in the private sector, which included directorships on the boards of numerous public companies, including International Corona Resources; one of the largest gold discoveries in North America. He also hosted one of British Columbia's leading radio talk shows during this period.

Mr. Reynolds began his provincial government political career in 1983, elected as Member of the Legislative Assembly for British Columbia for the riding of West Vancouver-Howe Sound. Mr. Reynolds was re-elected in the 1986 provincial election.

Closely following his re-election in 1986, Mr. Reynolds was elected Speaker of the Legislative Assembly on March 9, 1987, a post he served with distinction until his appointment to Cabinet on November 1, 1989, as Minister of Environment.

During Mr. Reynolds term as Speaker of the Legislative Assembly and as a consequence of his particular interest in the Commonwealth, he held the position of President of the British Columbia branch of the Canadian Commonwealth Parliamentary Association. In September 1989, he was elected Vice-Chairman of the executive Committee of the Commonwealth Parliamentary Association, for a three-year term. Mr. Reynolds is the first British Columbian politician elected to the executive of this association, which is composed of representatives from 112 Commonwealth nations, states and provinces.

As Minister of Environment in British Columbia, Mr. Reynolds chaired the Cabinet Committee on Environment and Land Use, was a member of the Planning and Priorities Committee of Cabinet, Regional and Economic Development Committee of Cabinet, Native Affairs Committee of Cabinet, Cultural Heritage Committee of Cabinet, and the Vancouver International Airport Cabinet Committee. He was also a member of the BC/Alberta Boundary Commission, the BC/Yukon/NWT Boundary Commission, and the Environmental Appeal Board.

Following the 1991 provincial election, Mr. Reynolds moved to Scottsdale, Arizona where he resided from 1992 to 1996. During that four-year period he was President of a Venture Capital Company, involved in numerous projects.

In late 1996, Mr. Reynolds returned to British Columbia and on June 2, 1997, he was again elected to the House of Commons as a Reform Party Member of Parliament for the riding of West Vancouver-Sunshine Coast. He was appointed on June 20, 1997, to the 'shadow cabinet' of the Official Opposition as Critic for Citizenship and Immigration. One year later, in June 1998, he took over as Chief Opposition Critic for Fisheries and Oceans and on August 31, 1998, Mr. Reynolds was asked to take over the Justice portfolio as Chief Opposition Critic. On August 1, 2000, the new leader of the Canadian Alliance, Stockwell Day, appointed Mr. Reynolds Chief Opposition Whip. In this capacity, Mr. Reynolds was a member of the Procedure and House Affairs Committee, and a member of the Board of Internal Economy, which manages the budget of the House of Commons. On November 27, 2000, Mr. Reynolds was re-elected by the electorate of West Vancouver - Sunshine Coast for a second term and was re-appointed as Chief

Opposition Whip. In January 2001, Mr. Reynolds was appointed as the Official Opposition House Leader. In December 2001, Mr. Reynolds was elected Leader of the Opposition in the House of Commons by the Canadian Alliance Caucus, and Leader of the Canadian Alliance by the national council of Canadian Alliance.

On May 13, 2002, after Stephen Harper's election as Member of Parliament in Calgary Southwest, Mr. Harper became the Leader of the Opposition and appointed Mr. Reynolds as the Official Opposition House Leader. In January 2004, he resigned that position to become Co-chair of the Stephen Harper Leadership Campaign. Following Mr. Harper's successful bid to become Leader of the Conservative Party of Canada, Mr. Reynolds was again appointed Official Opposition House Leader on March 22, 2004.

Mr. Reynolds is vice-chair of the Commonwealth Parliamentary Association and vice-chair of the Canada/UK Parliamentary Association.

Mr. Reynolds' community activities include that of founding member and chairman of the Gordie Howe Foundation for Disabled Athletes, member of the International Churchill Society, and he served as a member of the Board of Governors for the 1994 Victoria Commonwealth Games Society. Mr. Reynolds was awarded the Queens Medal in 1978.

Mr. Reynolds sits on the Board of Directors of Global Empire Investments & Holding LLC and holds the position of Senior Vice-President of Global Empire's Oil & Gas division for the US. Global Empire is a US holding corporation based in Houston, Texas with interests in Energy, Real Estate Investment, Construction & Development and Telecommunications.

John was re-elected in the June 28, 2004 general election. Shortly after the election Stephen Harper appointed Mr. Reynolds as the Official Opposition House Leader and Critic for Sports.

He is married to Yvonne and they have seven children and nine grandchildren.

DR. M. HAROON RASHID
5821 SOUTHWEST FREEWAY, SUITE 500
HOUSTON, TEXAS 77057
OFFICE 713-669-9900 FAX 713-839-8977

CURRICULUM VITAE

PERSONAL:

Date of Birth: February 5, 1955
Nationality: US Citizen

EDUCATION:

Doctor Of Medicine (MD) (1978-1985)
University Of Bucharest, Romania

Fellowship and Dermatology Residency
American Academy Of Dermatology & Cosmetic Surgery (1985-1990)

Burks Farber Clinic
Tulane University - New Orleans, La

Advanced Courses For Finance/Money Management/Private
Investments/Mergers & Acquisitions

Berkley
New York University

PROFESSIONAL

JOB HISTORY / EXPERIENCE:

2000 - Present

GLOBAL EMPIRE INVESTMENTS & HOLDINGS, LLC

CEO & PRESIDENT

This Delaware Corporation is a holding company with ownership and financial interests in a number of corporations (*see companies listed below*). The industry sector of these companies includes Energy, Real Estate Investment, Construction & Development, Telecommunications and Mortgage & Financial Services.

Dr. Rashid's responsibilities as CEO, President and sole shareholder of Global Empire is to execute his "vision" for the company's corporate culture, growth, financing, cash flow, acquisitional negotiations, oversight for all subsidiaries and investments, and identifying and retaining top executive management.

Global Empire's Board of Directors and the core executive team that Dr. Rashid has assembled has extensive international experience in business, finance, legal, M&A as well as in the political arena. See Curriculum Vitae and Executive profile of each Board member.

Global Holdings and Interest Include the Following:

2002 - Present

PRIMERGY INTERNATIONAL, LLC
CEO & PRESIDENT

Primergy will hold all of Global Empire's oil & gas related companies. Primergy's current holdings include two refineries (Bell Point refinery with a capacity of 7,500 BPD increasing to 50,000 BPD and Lake Charles refinery with a capacity of 10,000 BPD increasing to 15,000 BPD) located in Texas and Louisiana respectively. Dr. Rashid has negotiated a number of private purchase agreements for refineries located in North America. Primergy's business model will be to acquire 100% ownership interest in each of these oil & gas properties with executive management and operations to remain in place after the purchase. Dr. Rashid will be working with experts such as Price Waterhouse Coopers, Bear Stearns and Jones Day, for advice involving accounting, property valuations and legal issues.

2002- Present

PETROWORLD SERVICES, LLC
CEO

PetroWorld provides project management, construction management, facilities operations and maintenance services to the energy sectors both domestically and internationally. Such services include refurbishing and servicing refineries such as those acquired through Primergy International. PetroWorld is also currently in negotiations with several services companies to bring under the PetroWorld umbrella, thereby competing with other service companies such as KBR. President of PetroWorld is Ed Avilia, who has over 40 years experience in the energy services sector. Mr. Avilia will report directly to Dr. Rashid.

2002- Present

PRIME STOPS, LLC

CEO & CFO

Prime Stops has formal LOI's with several leading companies in the US and Canada to purchase over 8,300 gas stations and truck stops throughout North America. Global Empire will have 100% ownership interest in these acquisitions through Prime Stops, LLC. Dr. Rashid's responsibilities include negotiations, financing and oversight of the acquisitions. Dr. Rashid has executive management in place that will report to him and run the day-to-day operations of the company upon completion of the acquisitions. It is part of Global Empire's overall business strategy/model that the refineries it owns through Primergy International will supply the fuel to gas stations and truck stops of Prime Stops.

2002- Present

PRIME DEVELOPMENT & CONSTRUCTION, LLC

CEO & CFO

Prime Development's focus will be the real estate investment and the construction and development of commercial and residential properties for affordable/low-income housing, multi-family housing, commercial office, retail and industrial build outs. Prime Development currently is working with one of the premier architectural firms in Houston, Texas, STOA, and currently has \$60M under contract in affordable housing build outs. Dr. Rashid's responsibilities include capital infusion through Global Empire and final approval all investment properties and build-outs. Dr. Rashid has placed Feroz Dubash, a structural engineer with over 30 years experience in the real estate construction and development industry, in charge of the day-to-day operations. Mr. Dubash reports directly to Dr. Rashid.

2002- Present

GALLERIA CORRIDOR, LLC

CEO & CFO

The Galleria Corridor is a full service management and leasing company that primarily serves the Houston, Texas area. Presently, the Galleria Corridor has 166,000 square feet of office space under management. Dr. Rashid's responsibilities include oversight of financial matters. The Director of Operations, who will report directly to Dr. Rashid, is Joe Zalta who has 35+ years experience in real estate management and leasing. The company is in discussions

with ten other office buildings to secure their management services contracts.

2003- Present

THE CORRIDOR 1 & 2, HOUSTON, TEXAS
DIRECTOR

These two business complexes are conveniently located off the 59 Freeway and W. Park Toll in Houston, Texas. The complexes offer executive/business office space for leasing and rent. Each of the office towers is six-stories high with approximately 80,000 square feet of leasable office space. The buildings are being managed by Galleria Corridor.

2003 - Present

TRANSWORLD POWER PARTNERS, LLC
Owner & CFO

Transworld Power Partners has under formal Letter of Intent several electrical generating plants with existing supply contracts in place. The company is positioned to become an established and operating utility company located in the US. Transworld Power's primary function will be in producing electrical energy for both the wholesale and retail markets. Dr. Rashid responsibilities include reviewing and negotiating terms for acquisition of the electric and hydroelectric plants as well as providing financing through Global Empire to acquire 100% ownership interest. Executive management with 25+ years experience in the energy sector has been identified and is in place to run the day-to-day operations of Transworld, reporting directly to Dr. Rashid.

2003 - Present

Worldwide Resources USA, LLC
Worldwide Resources Honduran, Inc.
Worldwide Resources Asia
Owner & CFO

Dr. Rashid has used his worldwide contacts to establish independent international commodity trading companies. These corporations are operating in Dubai, with ten employees, and most recently in Hong Kong with 3 employees. Worldwide Resources USA, LLC is expected to be operational in the first quarter of 2005. Trading focus of the companies includes, but is not limited to, timber, sugar, skim milk powder, oil, and cotton.

2004 - Present

1st American Source Mortgage, LLC.
CEO

1st American Source Mortgage originates commercial and residential lending for real estate properties throughout the state of Texas. 1st American Mortgage works to coordinate loan origination and deal flow through 1st American Source Realty and Prime Development, both subsidiaries of Global Empire. Reporting directly to Dr. Rashid is the President of 1st American Source Mortgage, Mr. Gerald D. Hendrix, who holds a mortgage license with 30 years experience within accounting, finance and real estate. At present, the company has \$60 million under contract.

2004 - Present

1st American Source Realty, LLC.
CEO

1st American Source Realty is acquiring Fine Homes & Estates, which is a licensed real estate brokerage firm. The company currently has 8 real estate agents serving commercial and residential real estate needs throughout the state of Texas. Ms. Sue Houck is the Executive Vice President and Office Manager who has been involved in the real estate industry for approximately 20 years. Ms. Houck, along with the President of 1st American Source Realty, Mr. Gerald D. Hendrix, reports directly to Dr. Rashid.

The company will assist as the sell side agent for Prime Development as well as coordinating with 1st American Mortgage for financing of sales. The company currently has approximately \$75 million properties under contract with expectations to expand operations into Florida, New York and California in 2005.

2004 - Present

MYRIAD CASINO AND ENTERTAINMENT COMPLEX
OWNER & FINANCIER

Dr. Rashid has positioned Global Empire as majority shareholder in this one of a kind, world-class destination entertainment center & resort located in Tunica, Mississippi. A complete business plan and architectural plans have been completed for this resort facility. The facility will include a gambling casino, a state-of-the-art Nascar racetrack, and the world's first fully enclosed 18-hole golf course. Construction is scheduled to break ground in 1st quarter of 2005.

\$1.5 Billion

1998- Present

WORLD TIMES COMMUNICATIONS, LLC
NEWPORT BEACH, CA & HOUSTON, TEXAS
PRESIDENT & CFO

This telecommunication corporation is focused on prepaid domestic and international calling, Internet Service, Wireless Communication, WI FI and VOIP. WorldTimes has been a pioneer in long distance and prepaid calling, which has established distribution channels within the ethnic communities located throughout Southern California. Part of the retail local and long distance market includes installed public telephones throughout the Los Angeles and Orange County areas. Global Empire has a 100% ownership of WorldTimes. Dr. Rashid's responsibilities include over sight of company expansion, capital investments and cash flow of the company. The President of WorldTimes, Jon Paredes, has 15 years of telecom experience and reports directly to Dr. Rashid on the day-to-day operations of the company.

Dr. Rashid's Professional Experience Prior to Global Empire:

2000- 2002

MID CITY CONSTRUCTION
DIRECTOR

During Global's inception, Dr. Rashid was the director of Mid City Construction. Dr. Rashid arranged \$14,000,000 in financing for several real estate development projects in the Houston, TX and in Gabon, West Africa. Mid City Construction handled the entire project from initial concept to construction completion. Additionally, Mid City coordinated the marketing efforts, initiated a builder incentive program and promoted zero down financing packages for homes valued at \$125,000 - \$225,000+.

1993-1997

GLASSENBURG INTERNATIONAL, SA
NEW YORK, NY
CEO/PRESIDENT

Dr. Rashid ran the US operations of this Swiss company from its New York office. Glassenburg International had investment interests and acquired several businesses in Europe, Central and South America. The market sectors of interest were manufacturing plants, an oil & gas pipeline, and Real Estate. Dr. Rashid's responsibilities included over sight of investments, identifying and evaluation investments opportunities, negotiations and structuring

financing. It is with Glassenburg that Dr. Rashid had established many of his corporate and investment banking contacts.

1990-1992

TEJAS ENERGY CORPORATION
SAN ANTONIO, TEXAS

DIRECTOR/V.P. OF INTERNATIONAL OPERATIONS

Tejas primarily functioned as a marketing company for 31 oil refineries that supplied oil, jet fuel, refining, processing and distribution services. Responsibilities of Dr. Rashid included oversight of negotiations of oil buy/sell contracts with the international oil brokers and production companies. It was with Tejas Energy where Dr. Rashid gained his experience in dealing with the oil refineries and sourcing crude oil. His financial responsibility threshold was \$100M+ for buy/sell contracts of crude oil and refined products.

1987-1990

WASKERLY OVERSEAS, INC
PRESIDENT/CEO

Waskerly, a Philadelphia based company, was involved in manufacturing and distribution of a wide range of sporting goods products such as boxing equipment, soccer equipment, martial arts equipment, etc. Waskerly had an international sales force that covered the US, Central and South America. Dr. Rashid's responsibilities included oversight of day-to-day operations to ensure steady growth with sales as high \$8 million per year and distribution of its products to a number of the major national retail outlets such as Wal-Mart, K-Mart, the National Sporting Goods Association (Ft. Worth, Texas) and the Athletic Dealers on America (Florida).

AFFILIATION:

Republican Senatorial Inner Circle President's Club
 Houston Chamber of Commerce
 Houston Partnership - application pending
 Houston Petroleum Club
 International Chamber of Commerce (France) - app. pending
 Houston WTO - application pending

COMMUNITY INVOLVEMENT:

Active in various charitable and non-profit organizations specializing in relief of worldwide poverty and hunger.